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**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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In Re:	:	
	:	Chapter 11
DPH HOLDINGS CORP., et al.,	:	
	:	Case No. 05-44481 (RDD)
Reorganized Debtors.	:	
	:	(Jointly Administered)
	:	
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**MOTION OF THE UNITED STATES OF AMERICA FOR ENTRY OF AN ORDER  
SHORTENING THE NOTICE PERIOD FOR HEARING ON THE UNITED STATES’  
MOTION TO APPROVE THE JOINT STIPULATION AND AGREED ORDER,  
CONSENT DECREE AND SETTLEMENT AGREEMENT**

The United States of America on behalf of the U.S. Environmental Protection Agency (the “United States”) hereby moves the Court, pursuant to this motion (the “Motion”), for entry of an order, substantially in the form attached hereto as Exhibit A, authorizing the United States to shorten the notice period for a hearing on the United States’ Motion to Approve the Joint Stipulation and Agreed Order, Consent Decree and Settlement Agreement (the “Settlement

Agreement Approval Motion”), which is being filed concurrently herewith.<sup>1</sup> In support of this Motion, the United States respectfully states as follows:

**Jurisdiction**

1. This Court has jurisdiction over this Motion under 28 U.S.C. §§ 157 and 1334. This matter is a core proceeding within the meaning of 28 U.S.C. § 157(b)(2).
2. Venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409.
3. The predicate for the relief requested herein is Rule 9006(c)(1) of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”).

**Background**

4. On October 8 and 14, 2005, Delphi Corporation and certain of its subsidiaries and affiliates (collectively, the “Debtors”) filed voluntary petitions for relief under chapter 11 of title 11 of the United States Code, as then amended. On July 30, 2009, the Court entered an order confirming a modified plan of reorganization, pursuant to which the Debtors emerged from chapter 11 as DPH Holdings Corporation and certain affiliated entities (collectively, the “Reorganized Debtors”).
5. On July 3, 2013, the Reorganized Debtors filed a motion to close the bankruptcy action by the end of 2013 (the “Motion to Close”). The Motion to Close represents that DPH Holdings Corporation intends to dissolve before year-end. On August 6, 2013, the Court entered an Order granting the Motion to Close and setting forth certain related procedures.

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<sup>1</sup> Capitalized terms used but not otherwise defined herein shall have the meanings set forth in the Settlement Agreement Approval Motion.

**The Proposed Stipulation and Settlement Agreement**

6. On November 8, 2013, the United States filed a Notice of Lodging of Proposed Settlement Agreement (“Notice of Lodging”), and attached, as Exhibit A thereto, a copy of the proposed Joint Stipulation and Agreed Order, Consent Decree and Settlement Agreement Among Reorganized Debtors, the United States on Behalf of the United States Environmental Protection Agency, the State of Michigan on Behalf of the Michigan Department of Environmental Quality, the State of Ohio on behalf of the Ohio Environmental Protection Agency, and the Environmental Response Trust Trustee (I) Resolving Proof of Claim Number 15785 and Proofs of Administrative Expense Numbers 18956, 19539, and 19786 and (II) Establishing an Environmental Response Trust (the “Settlement Agreement”). The Notice of Lodging stated that notice of the proposed Settlement Agreement would be published in the Federal Register, and public comments would be accepted for a 15-day period.

7. On November 15, 2013, the Settlement Agreement was published in the Federal Register, 78 Fed. Reg. 221, 68863-64 (the “Federal Register notice”), which commenced the 15-day public comment period. The United States received no public comments in response to the Federal Register notice. Additional information regarding the Settlement Agreement is set forth in the Settlement Agreement Approval Motion.

**Relief Requested**

8. By this Motion, the United States respectfully requests entry of an order, substantially in the form attached hereto as Exhibit A, shortening notice with respect to the Settlement Agreement Approval Motion and, in the event no opposition is filed, the United States respectfully requests that the Court sign and enter the Settlement Agreement, and enter the Order approving the Settlement Agreement, without a hearing.

9. In addition, and in light of the short notice period, the United States respectfully requests that the Court modify the deadline for the service and filing of opposition to the Settlement Agreement Approval Motion, to allow opposition to be filed by no later than Friday, December 6, 2013 at 12:00 p.m.

**Basis for Relief**

10. Bankruptcy Rule 9006(c)(1) authorizes the Court, for cause shown, to reduce the notice period required for a hearing. *See* Fed. R. Bankr. P. 9006(c)(1). Here, ample cause exists to reduce the notice period for the Settlement Agreement Approval Motion.

11. As set forth in greater detail in the Settlement Agreement Approval Motion, the Settlement Agreement has been extensively negotiated by all parties thereto, and is both substantively and procedurally fair. Given the anticipated dissolution of DPH Holdings Corporation within the next few weeks, expedited entry of the Settlement Agreement is needed to ensure that the terms of the Settlement Agreement, which include the transfer of \$23.3 million in cash, title to four properties currently owned by DPH Holdings Corporation, and certain documents related to those properties, to an environmental response trust, can be fully effectuated. *See* Settlement Agreement [Dkt No. 22215, Exh. A].

12. Moreover, all parties in interest have received notice of the terms of the Settlement Agreement through the Notice of Lodging, which was filed on November 8, 2013, and which included a copy of the Settlement Agreement [Dkt. No. 22215], as well as through the subsequent 15-day public notice and comment period. Indeed, at the Eighty-Sixth Omnibus Hearing, the Court indicated that, in light of the notice already provided, neither further notice nor a hearing would be necessary in order to enter the Settlement Agreement, *see* Transcript of 11/14/13 Hearing, at 15:20-16:9, and the United States thus is requesting a notice period solely out of an abundance of caution. For these reasons, shortened notice is appropriate.

**Notice**

13. The United States has caused notice of this Motion to be provided to: (a) DPH Holdings Corporation; (b) the U.S. Trustee; and (c) all parties listed on the Master Service List (via overnight delivery) and the Post-Emergence 2002 List (via electronic mail). In light of the nature of the relief requested, the United States respectfully submits that no further notice is necessary.

**No Prior Request**

14. No prior application for the relief requested herein has been made to this or any other court.

WHEREFORE, the United States respectfully requests that the Court enter an order substantially in the form attached hereto as Exhibit A, shortening the notice period for a hearing on the Settlement Agreement Approval Motion such that any opposition must be filed by December 6, 2013 at 12:00 p.m.; in the event no objection is filed, the United States respectfully requests that the Court sign and enter the Settlement Agreement, and enter the Order approving the Settlement Agreement, without a hearing; and the United States respectfully requests such other and further relief as is just and proper.

Dated: New York, New York  
December 3, 2013

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